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ORIGINAL

Shirley S. Fujimoto
Attorney at Law
sfujimoto@mwe.com
202.756.8282

February 16, 2007

VIA MESSENGER

Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
c/o Natek, Inc., Inc.
236 Massachusetts Avenue, N.E.
Suite 110
Washington, DC 20002

FILED/ACCEPTED

FEB 16 2007

Federal Communications Commission
Office of the Secretary

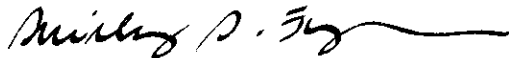
Re: *Arkansas Cable Telecommunications Ass'n, et al. v. Entergy Arkansas, Inc.*, EB Docket
No. 06-53, EB-05-MD-004; Opposition to Complainants' Motion for Protective Order

Dear Ms. Dortch:

Enclosed for filing please find the original and six copies of Entergy Arkansas, Inc.'s ("EAI") Opposition to Complainants' Motion for Protective Order in the above referenced docket. In addition, we request that you **date-stamp the additional copy provided** and return it with the messenger.

Should you have any questions, please do not hesitate to contact the undersigned.

Very truly yours,



Shirley S. Fujimoto

Counsel for Entergy Arkansas, Inc.

Enclosures

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List A B C D E

**BEFORE THE
FEDERAL COMMUNICATIONS COMMISSION
WASHINGTON, D.C. 20554**

In the Matter of)	
)	
Arkansas Cable Telecommunications)	EB Docket No. 06-53
Association; Comcast of Arkansas, Inc.;)	
Buford Communications I, L.P. d/b/a)	
Alliance Communications Network;)	
WEHCO Video, Inc.; and TCA Cable)	EB-05-MD-004
Partners d/b/a Cox Communications,)	
)	
<i>Complainants,</i>)	
)	
v.)	
)	
Entergy Arkansas, Inc.,)	
)	
<i>Respondent.</i>)	
)	

FILED/ACCEPTED

FEB 16 2007

**Federal Communications Commission
Office of the Secretary**

To: Office of the Secretary
Attn: The Honorable Arthur I. Steinberg
Administrative Law Judge

OPPOSITION TO COMPLAINANTS' MOTION FOR PROTECTIVE ORDER

EXECUTIVE SUMMARY

Respondent Entergy Arkansas, Inc. (“EAI”) hereby submits its Opposition to Complainants’ Motion for Protective Order seeking to quash the Notice of Deposition of Geoffrey (“Jeff”) Buford issued by EAI on December 18, 2006.

As an initial matter, Complainants’ Motion should be denied on the grounds that it was not timely filed pursuant to Section 1.315(b)(1) of the Commission’s Rules, 47 C.F.R. § 1.315(b)(1). Because the Notice of Deposition of Mr. Buford was served on December 18, 2006, any opposition to the taking of Mr. Buford’s deposition would have been due no later than December 26, 2006. However, Complainants did not file their Motion until February 12, 2007 – *seven weeks* after the deadline had passed – and have provided no explanation for their failure to meet the applicable deadline nor any reason as to why their late-filed Motion should be accepted.

The Federal courts have consistently held that an order barring a party from taking a deposition is both an extraordinary and unusual measure – one that is not warranted in this case. As set forth in this Opposition, EAI reasonably believes that Mr. Buford has personal knowledge of matters that are relevant to the issues designated for hearing in this proceeding and/or likely to lead to the discovery of admissible evidence. Mr. Buford’s deposition is thus within the scope of examination provided for in the Commission’s discovery rules for hearing proceedings, and any restrictions on EAI’s ability to take Mr. Buford’s deposition would be unwarranted and would cause unfair prejudice to EAI. Furthermore, Complainants have failed to make any showing that the taking of this deposition would constitute an undue burden on Mr. Buford. Accordingly, Complainants’ Motion must be denied, and the ALJ should decide against issuing a protective order regarding the deposition of Mr. Buford.

TABLE OF CONTENTS

	Page
I. Complainants' Motion Must Be Rejected As Untimely Filed.....	3
II. Legal Standard For The Issuance Of A Protective Order Barring A Deposition	4
III. The ALJ Should Decide Against Issuing A Protective Order Restricting EAI's Ability To Take The Deposition Of Mr. Buford.....	6
A. Mr. Buford Has Knowledge Of Matters Relevant To The Issues In This Hearing, And His Deposition Is Properly Within The Scope Of The Commission's Discovery Rules	6
B. EAI's Deposition Would Not Impose Any Undue Burden Or Expense On Mr. Buford	11

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v.)	
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Entergy Arkansas, Inc.,)	
)	
<i>Respondent.</i>)	
)	

To: Office of the Secretary
Attn: The Honorable Arthur I. Steinberg
Administrative Law Judge

OPPOSITION TO COMPLAINANTS' MOTION FOR PROTECTIVE ORDER

Pursuant to Section 1.294(a) of the Rules of the Federal Communications Commission ("FCC" or "Commission"), 47 C.F.R. § 1.294(a), Respondent Entergy Arkansas, Inc. ("EAI") hereby submits its Opposition to Complainants' Motion for Protective Order seeking to quash the Notice of Deposition of Geoffrey ("Jeff") Buford issued by EAI on December 18, 2006.

As an initial matter, Complainants' Motion should be denied on the grounds that it was not timely filed pursuant to Section 1.315(b)(1) of the Commission's Rules, 47 C.F.R. § 1.315(b)(1) ("Within 7 days after service of the notice to take depositions, a motion opposing the taking of depositions may be filed by any party to the proceeding or by the person to be examined."). As Complainants acknowledge in their Motion, the Notice of Deposition of Mr.

Buford was served on December 18, 2006. (Complainants' Motion at 3.) Accordingly, any opposition to the taking of Mr. Buford's deposition was due no later than December 26, 2006. However, Complainants did not file their Motion until February 12, 2007 – *seven weeks* after the deadline had passed – and have provided no explanation for their failure to meet the applicable deadline nor any reason as to why their late-filed Motion should be accepted. Complainants have thus effectively waived their right to oppose the taking of Mr. Buford's deposition, and for this reason alone Complainants' Motion should be denied.

EAI recognizes that the Administrative Law Judge ("ALJ") also has the authority to issue a protective order on his own motion. 47 C.F.R. § 1.315(c). However, the Federal courts have consistently held that an order barring a party from taking a deposition is both an extraordinary and unusual measure – one that is not warranted in this case. *See, e.g., General Star Indemnity Co. v. Platinum Indemnity Ltd.*, 210 F.R.D. 80, 82 (S.D.N.Y. 2002) (quoting *Investment Properties Int'l, Ltd. V. IOS, Ltd.*, 459 F.2d 705, 708 (2d Cir. 1972).) As set forth herein, EAI reasonably believes that Mr. Buford has personal knowledge of matters that are relevant to the issues designated for hearing in this proceeding and/or likely to lead to the discovery of admissible evidence. Mr. Buford's deposition is thus within the scope of examination provided for in the Commission's discovery rules for hearing proceedings, and any restrictions on EAI's ability to take Mr. Buford's deposition would be unwarranted and would cause unfair prejudice to EAI. Moreover, Complainants have failed to make any showing that this deposition would impose any undue burden on Mr. Buford.

Accordingly, Complainants' Motion must be denied, and the ALJ should decide against issuing a protective order regarding the deposition of Mr. Buford.

I. COMPLAINANTS' MOTION MUST BE REJECTED AS UNTIMELY FILED

As the ALJ is well aware, the Hearing Designation Order (“HDO”) for this proceeding states that “this hearing will be governed by the rules of practice and procedure pertaining to the Commission’s Hearing Proceedings” set forth in Sections 1.201 – 1.364 of the Commission’s Rules, 47 C.F.R. §§ 1.201 – 1.364.¹ Under Rule 1.315, which addresses notices and preliminary procedures for depositions, any party to the proceeding may file a motion opposing the taking of a deposition within *seven days* after the notice of the deposition has been served. 47 C.F.R. § 1.315(b)(1). The applicability of this seven-day deadline is reinforced in Rule 1.319 on objections to the taking of depositions, which states that any objection to examination on any matter covered by the notice of deposition “shall be made in a motion opposing the taking of the deposition. . . as provided in § 1.315(b).” 47 C.F.R. § 1.319(a).

On December 18, 2006, Complainants were served with EAI’s Notice of Deposition of Mr. Buford. (*See* Exhibit 1 to this Opposition.) Pursuant to Rule 1.315(b)(1), any motion opposing the taking of Mr. Buford’s deposition was due December 26, 2006. However, it was not until February 12, 2007, that Complainants filed their Motion for a Protective Order – over seven weeks after the relevant deadline had passed. Complainants have offered no explanation for this lapse.

By failing to comply with the relevant deadline clearly set forth in the Commission’s rules on hearing proceedings, and furthermore failing to provide any reason that might excuse their non-compliance, Complainants have effectively waived their right to oppose the taking of Mr. Buford’s deposition. The Commission’s hearing rules are intended to ensure that hearings

¹ / *Arkansas Cable Telecommunications Association, et al., v. Entergy Arkansas, Inc.*, EB Docket No. 06-53, File No. EB-05-MD-004, Hearing Designation Order, DA 06-494 (rel. March 2, 2006), ¶¶ 19, 27.

are conducted in an orderly and efficient manner so that the Commission may “arrive at a just, equitable, and expeditious resolution.” *See, e.g.*, HDO at ¶ 6. Allowing Complainants to ignore the clear requirements and obligations set forth in these rules risks undermining the rules’ very purpose. This alone provides sufficient grounds for the ALJ to deny Complainants’ Motion.

II. LEGAL STANDARD FOR THE ISSUANCE OF A PROTECTIVE ORDER BARRING A DEPOSITION

Even if Complainants’ Motion for a Protective Order is denied, EAI acknowledges that the ALJ nevertheless has the authority to issue a protective order on his own motion. 47 C.F.R. § 1.315(c). However, as the Federal courts have held, “an order to vacate a notice of taking [a deposition] is generally regarded as both unusual and unfavorable.” *General Star Indemnity*, 210 F.R.D. at 82; *See also Spadmark, Inc. v. Federated Dep’t Stores, Inc.*, 176 F.R.D. 116, 118 (S.D.N.Y. 1997) (order barring a party from taking a deposition is “most extraordinary relief”) (citations omitted); *Naftchi v. New York Univ. Med. Ctr.*, 172 F.R.D. 130, 132 (S.D.N.Y. 1997) (“it is exceedingly difficult to demonstrate an appropriate basis for an order barring the taking of a deposition”) (citation omitted).

A party seeking a protective order under Federal Rule of Civil Procedure 26(c) – upon which Complainants rely in support of their Motion – bears the burden of demonstrating that good cause exists for such an order to be issued. *See Rolscreen Co. v. Pella Products of St. Louis, Inc.*, 145 F.R.D. 92, 96 (S.D. Iowa 1992) (citing *Iowa Beef Processors, Inc. v. Bagley*, 601 F.2d 949, 954 (8th Cir.), *cert. denied sub nom. Iowa Beef Processors, Inc. v. Smith*, 441 U.S. 907 (1979).) Where it is apparent that the witness may have personal knowledge of facts relevant to the case, the moving party “must carry a heavy burden to demonstrate good cause for a protective order.” *CBS, Inc. v. Ahern*, 102 F.R.D. 820, 822 (S.D.N.Y. 1984) (allowing the deposition to be taken of the President of CBS Records Group).

A claim, even when supported by an affidavit, that the intended deponent lacks knowledge is not sufficient grounds to merit the issuance of a protective order. *Amherst Leasing Corp. v. Emhart Corp.*, 65 F.R.D. 121 (D. Conn. 1974) (“the general rule is that a claimed lack of knowledge does not provide sufficient grounds for a protective order; the other side is allowed to test this claim by deposing the witness”). The witness’ status as a top corporate official or executive cannot serve as a bar to deposition when the witness may have personal knowledge of matters relevant to the case. *See Digital Equip. Corp. v. System Indust., Inc.*, 108 F.R.D. 742, 744 (D. Mass. 1986) (“when a witness has personal knowledge of facts relevant to the lawsuit, even a corporate president is subject to deposition”). This applies even where the official in question has submitted an affidavit claiming a lack of knowledge, since “the lack of knowledge claimed by these high executives may, in and of itself, be relevant evidence.” *Travelers Rental Co., Inc. v. Ford Motor Co.*, 116 F.R.D. 140, 143-144 (D. Mass. 1987) (allowing the depositions to be taken of four of the top executives of Ford Motor Company, all of whom had submitted affidavits claiming a lack of knowledge, because “[t]he plaintiff is entitled to ‘test’ the claim of lack of knowledge or lack of recollection by deposing the witness”).

In making a claim that a noticed deposition would impose an undue burden, the party requesting the protective order “must make a *specific demonstration of facts* in support of the request as opposed to conclusory or speculative statements about the need for a protective order and the harm which will be suffered without one.” *Rolscreen*, 145 F.R.D. at 96 (emphasis added). For example, “the fact that the witness has a busy schedule is simply not a basis for foreclosing otherwise proper discovery.” *CBS Inc. v. Ahern*, 102 F.R.D. at 822.

III. THE ALJ SHOULD DECIDE AGAINST ISSUING A PROTECTIVE ORDER RESTRICTING EAI'S ABILITY TO TAKE THE DEPOSITION OF MR. BUFORD

As set forth below, EAI's deposition of Mr. Buford satisfies the well-established federal standards for the taking of witness depositions. First, EAI reasonably believes that, his vaguely-worded declaration notwithstanding, Mr. Buford has personal knowledge of matters that are relevant to the issues designated for hearing in this proceeding and/or likely to lead to the discovery of admissible evidence. Mr. Buford's deposition is thus within the scope of examination provided for in the Commission's discovery rules for hearing proceedings, and any restrictions on EAI's ability to take Mr. Buford's deposition would cause unfair prejudice to EAI. Mr. Buford's personal knowledge of relevant matters also means that his status as a "top corporate official" cannot serve as the basis for restricting his deposition, especially when doing so would result in prejudice to EAI. Finally, despite Complainants' conclusory and speculative statements, this deposition would not place any undue burden on Mr. Buford. The December 18, 2006 Notice of Deposition lists Mr. Buford's place of business in Tyler, Texas as the location for the deposition (*see* Exhibit 1 to this Opposition), and this deposition would be conducted at EAI's expense. For these reasons, the issuance of a protective order regarding the deposition of Mr. Buford is neither necessary nor appropriate, and the ALJ should therefore decide against issuing such an extraordinary order in this instance.

A. Mr. Buford Has Knowledge of Matters Relevant to the Issues in This Hearing, And His Deposition is Properly Within the Scope of the Commission's Discovery Rules

The Commission's hearing rules provide for a broad scope of examination during the discovery process. Specifically, these rules provide that "Persons and parties may be examined regarding *any* matter, not privileged, which is relevant to the hearing issues, *including* the existence, description, nature, custody, condition and location of any books, documents, or other

tangible things and the identity and location of persons having knowledge of relevant facts.” 47 C.F.R. § 1.311(b) (emphasis added). The rule further states that it is not ground for objection to the use of the Commission’s discovery procedures, including depositions, “if the testimony sought appears *reasonably calculated to lead to the discovery of admissible evidence*.” *Id.* (emphasis added). The deposition testimony of Mr. Buford falls squarely within the appropriate scope of examination.

In stark contrast to all other pleadings filed by Complainants to date in this case, Complainants have now, for purposes of arguing their Motion for Protective Order, conveniently adopted a restrictive view of the issues to be tried in this hearing proceeding. Simply put, Complainants now contend that this case concerns engineering standards for cable TV attachments placed on utility poles located in the State of Arkansas, that Mr. Buford has no specific knowledge of this issue, and thus EAI should not be allowed to take his deposition. In support of their Motion, Complainants have provided a Declaration in which Mr. Buford claims a lack of knowledge of the issues in dispute. (*See Exhibit 2 to this Opposition.*) However, as federal courts have consistently held, “the general rule is that a claimed lack of knowledge does not provide sufficient grounds for a protective order; the other side is allowed to test this claim by deposing the witness.” *Amherst Leasing*, 65 F.R.D. at 122. The ability to “test” Mr. Buford’s claim of lack of knowledge is particularly important given the vagueness and lack of specificity of Mr. Buford’s declaration. *See Rolscreen*, 145 F.R.D. at 97 (holding that an affidavit by a company president claiming a lack of knowledge provided insufficient detail and defendant is thus “entitled to ‘test’ [the witness’] professed lack of knowledge”).

Putting aside Mr. Buford’s self-serving declaration – which appears to be the product of Complainants’ new and extraordinarily restrictive description of the issues in this case – EAI

reasonably believes that Mr. Buford has first-hand knowledge of matters that are directly relevant to the issues designated for hearing in this proceeding and/or likely to lead to the discovery of admissible evidence.² As set forth below, the extent or lack of Mr. Buford's knowledge regarding these matters is clearly and properly within the scope of examination provided for under the Commission's hearing rules. *See Travelers Rental*, 116 F.R.D. at 143-144 ("the lack of knowledge claimed by these high executives may, in and of itself, be highly relevant").

Complainants correctly note that EAI voluntarily withdrew the notice to depose Stephen Burke based in part on his affidavit that he had no specific knowledge regarding this dispute. However, no two witnesses are alike, and the circumstances concerning each witness must be considered on an individual basis. Unlike Mr. Burke, who is the Chief Operating Officer of Comcast Corporation, a publicly traded national company, Mr. Buford is the partner of Complainant Buford Communications I, L.P, a closely-held limited partnership. On information and belief, Mr. Buford is the majority (if not sole) stakeholder of Buford Communications I, L.P., which operates a small number of cable TV systems in rural areas, including Greenbrier and Plummerville, Arkansas. These two cable TV systems were purchased by Buford Communications I, L.P. d/b/a Alliance Communications Network ("Alliance") in or around 1999.

EAI requested documentation of the purchase of these cable TV systems in Request No. 28 of EAI's First Interrogatories and Requests for Production to Certain Complainants, which was served on Complainants on June 20, 2006. (*See Exhibit 3 to this Opposition.*) EAI

² / EAI emphasizes that it has no reason to question Mr. Buford's veracity or intentions in signing the Declaration provided by Complainants. Rather, EAI contends that this Declaration is overly vague and insufficiently precise regarding the "issues" it purports to address.

requested this documentation, in part, to determine whether Complainant Alliance performed any type of due diligence concerning the condition, location, and number of cable TV attachments either prior or subsequent to the purchase of these systems. Due diligence can take the form of surveys, inspections, or inventories of the cable plant, study of construction strand maps, and review of terms and conditions of utility pole attachment agreements to include standards governing cable attachments. This information, in turn, is directly relevant to several issues in this hearing.

For example, this information would show the extent of Complainant Alliance's knowledge (or lack thereof) of the applicable engineering standards that the systems they purchased were required to comply with. *See, e.g.*, HDO, Issues 1(a), 1(c), 2(h), and 5(b). In addition, the requested information would show the extent (or lack) of Alliance's knowledge of the physical condition of these systems at the time of purchase, including the existence of safety violations (*i.e.*, did Alliance conduct – or direct the conduction of – any visual inspections of these systems, or were they purchased “sight unseen”?). *See, e.g.*, HDO, Issues 2(b), 2(h), 4(a), 4(c), and 5(a). Furthermore, the requested information would enable determinations to be made as to whether certain cable TV attachments are subject to any applicable “grandfathering” provisions (HDO Issue 1(c) – an issue specifically placed into contention by Complainants), whether certain attachments were placed on a pole before or after certain EAI electric facilities (HDO Issues 4(a) and 4(c), which go to the issue of which party is responsible for correcting an identified violation), or even the number and location of Complainant Alliance's attachments during the period in question (which would allow for evaluations of the existence of unauthorized attachments (Issue 3), the calculation of rental fees (Issue 2(c)), the extent and

accuracy of the inspections in Alliance's service area (Issues 2(b) – (d), 2(h), 3, 4(a), and 4(c), etc.).

The documentation requested from Complainant Alliance may also spell out specific rights and obligations with respect to the ongoing operation and maintenance of the cable TV plant. In fact, this very issue was raised by Mr. John Brinker, Vice President of Operations for Alliance. When Mr. Brinker was asked who was responsible for removing idle cable plant causing safety violations, Mr. Brinker stated that, according to the contract entered into between Alliance and its predecessor in interest, Cadron Cable, this responsibility was placed on Cadron Cable. (*See* Letter from John Tabor, USS, to Brad Welch regarding safety audit meeting with Alliance, April 17, 2003, attached as Exhibit 4 to this Opposition.)

Despite its clear relevance to issues relating to engineering standards, unauthorized attachments and responsibility to correct safety violations, Alliance has steadfastly refused to produce the requested documentation. As a result, this document production has been made a subject of EAI's Motion to Compel Production of Documents and Answers to Interrogatories.

In the same vein, EAI should be afforded the opportunity to question Geoffrey Buford. Mr. Buford, as the majority stakeholder of Complainant Buford Communications I, L.P., should – at a minimum – have first-hand knowledge concerning what steps were taken to perform due diligence, if any, of the condition, location, and number of cable attachments at the time these systems were purchased by Buford Communications I, L.P., in addition to the ongoing obligations to operate and maintain these two cable systems. Mr. Buford's knowledge may also reasonably be expected to include, among other things, the existence, description, nature, custody, condition and location of any documents or materials related to these matters, as well as the identity of any persons having knowledge of such matters. As discussed above, these matters

are directly relevant to the issues designated in this hearing, such as his or his company's knowledge (or lack thereof) of the engineering standards applicable to the systems that they purchased in 1999 and the physical condition of these systems at the time of purchase (including the existence of safety violations), as well as the applicability of "grandfathering" provisions, determining which party is responsible for correcting certain identified violations, and even determining the accuracy of billing and rental fees based on the number of attachments.³ EAI's need to depose Mr. Buford with respect to such matters is even more compelling in light of his company's refusal to produce any relevant documents or information in response to EAI's initial discovery requests. *See, e.g., General Star Indemnity*, 210 F.R.D. at 83 (higher level executives are not entitled to a protective order barring depositions when the discovery at issue has already been attempted through alternative means).

As demonstrated above, the deposition testimony of Mr. Buford is clearly and properly within the scope of examination provided for under the Commission's Rules. The issuance of a Protective Order restricting EAI's ability to take Mr. Buford's deposition is thus unwarranted and would unfairly prejudice EAI by restricting EAI's access to relevant information and evidence that would enable EAI to defend itself against Complainants' allegations in this proceeding.

B. EAI's Deposition Would Not Impose Any Undue Burden or Expense on Mr. Buford

Complainants' Motion relies on the provisions of Federal Rule of Civil Procedure 26(c) and related federal case law regarding these rules. In making a claim under these provisions that a noticed deposition would impose an undue burden, the party requesting the protective order

³ / Mr. Buford's personal knowledge (or lack of knowledge) of such relevant matters serves to distinguish the instant situation from the case law cited in Complainants Motion on the taking of depositions of high-ranking company officials.

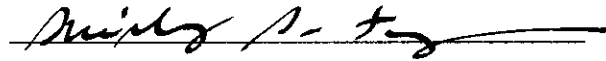
“must make a *specific demonstration of facts* in support of the request as opposed to conclusory or speculative statements about the need for a protective order and the harm which will be suffered without one.” *Rolscreen*, 145 F.R.D. at 96 (emphasis added). For example, “the fact that the witness has a busy schedule is simply not a basis for foreclosing otherwise proper discovery.” *CBS Inc. v. Ahern*, 102 F.R.D. at 822.

Complainants have utterly failed to satisfy this requirement. Complainants rely on nothing more than their own conclusory and speculative statements claiming “undue burden” and “harm” to Mr. Buford if this deposition were to proceed, yet offer not a single fact in support of these claims. As clearly specified in the Notice of Deposition, EAI plans to take Mr. Buford’s deposition at his place of business in Tyler, Texas, which means that he would not be required to engage in any travel in order to attend. (*See* Exhibit 1 to this Opposition.) Mr. Buford would also not incur any undue expense, since the expenses of this deposition would be borne by EAI as the noticing party. Finally, although there is no mention whatsoever in Complainants’ Motion of the possible impact of this deposition on Mr. Buford’s schedule, a busy schedule is not a basis for quashing a deposition. *See CBS Inc. v. Ahern*, 102 F.R.D. at 822. Moreover, EAI is certainly willing – as it has been throughout the deposition process in this proceeding – to accommodate Mr. Buford’s schedule as necessary.

In short, EAI’s properly noticed deposition would not impose any undue burden or expense on Mr. Buford, and the issuance of a protective order as requested by Complainants is thus unwarranted.

WHEREFORE, THE PREMISES CONSIDERED, Entergy Arkansas, Inc.
respectfully requests that Complainants' Motion for a Protective Order be denied and that EAI be
permitted to proceed with the deposition of Geoffrey Buford, and that the Administrative Law
Judge grant EAI all other appropriate relief consistent with the views expressed herein.

Respectfully submitted,



Shirley S. Fujimoto
David D. Rines
McDERMOTT WILL & EMERY LLP
600 Thirteenth Street, N.W.
Washington, D.C. 20005-3096
T: 202.756.8000
F: 202.756.8087

Gordon S. Rather, Jr.
Stephen R. Lancaster
Michelle M. Kaemmerling
WRIGHT, LINDSEY & JENNINGS LLP
200 West Capitol Avenue, Suite 2300
Little Rock, AR 72201-3699
T: 501.371.0808
F: 501.376.9442

Wm. Webster Darling
Janan Honeysuckle
Entergy Services, Inc.
425 West Capitol Avenue
27th Floor
Little Rock, AR 72201
T: 501.377.5838
F: 501.377.5814

Attorneys for Entergy Arkansas, Inc.

Dated: February 16, 2007

CERTIFICATE OF SERVICE

I, David D. Rines, do hereby certify that on this 16th day of February 2007, a single copy (unless otherwise noted) of the foregoing "Opposition to Complainants' Motion for Protective Order" was delivered to the following by the method indicated:

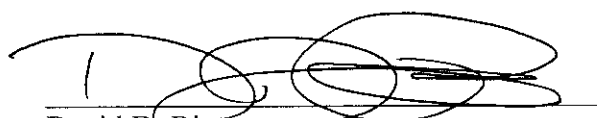
Marlene H. Dortch (hand delivery) **(ORIGINAL PLUS 6 COPIES)**
Secretary
Federal Communications Commission
445 12th Street, S.W., Room TW-A325
Washington, D.C. 20554

Hon. Arthur I. Steinberg (overnight delivery, fax, e-mail)
Administrative Law Judge
Office of the Administrative Law Judge
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554
Fax: (202) 418-0195

John Davidson Thomas (hand-delivery, e-mail)
Paul Werner, III
Dominic F. Perella
Sharese M. Pryor
Hogan & Hartson LLP
Columbia Square
555 13th Street, N.W.
Washington, D.C. 20004

Alex Starr (overnight delivery, e-mail)
Lisa Saks
Michael Engel
Federal Communications Commission
Enforcement Bureau
Market Dispute Resolutions Division
445 12th Street, S.W.
Washington, DC 20554

Best Copy and Printing, Inc. (U.S. Mail)
Federal Communications Commission
Room CY-B402
445 12th Street, S.W.
Washington, D.C. 20554



David D. Rines

EXHIBIT 1

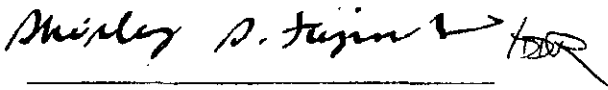
In the Matter of

Please take notice that, pursuant to Section 1.315 of the Commission's Rules, 47 C.F.R. § 1.315, Respondent Entergy Arkansas, Inc. ("EAI") will take the oral deposition of the deponent named below at the time and location indicated before a person authorized to administer oaths and take testimony. The deposition will be recorded by stenographic means and/or videotaped. The deposition will be used for purposes of discovery and/or used as evidence at the formal hearing in this proceeding. The deposition will continue from time to time until completed. You are invited to attend and cross-examine.

DEPONENT: Jeff Buford
DATE: January 22, 2007
TIME: 9:00 a.m.
LOCATION: Buford Media Group
6125 Paluxy Drive
Tyler, TX 75703

The matters upon which the above named deponent will be examined pertain to the issues designated for hearing in this proceeding as set out in the Hearing Designation Order adopted on March 1, 2006, DA 06-494, as amended on September 21, 2006, and the facts, allegations, contentions and subject matter described in the pleadings in FCC Docket Nos.: EB-05-MD-004, EB 06-53.

Respectfully submitted,



Wm. Webster Darling
Janan Honeysuckle
Entergy Services, Inc.
425 West Capitol Avenue
27th Floor
Little Rock, AR 72201
T: 501.377.5838
F: 501.377.5814

Shirley S. Fujimoto
David D. Rines
McDERMOTT WILL & EMERY LLP
600 Thirteenth Street, N.W.
Washington, D.C. 20005-3096
T: 202.756.8000
F: 202.756.8087

Gordon S. Rather, Jr.
Stephen R. Lancaster
Michelle M. Kaemmerling
WRIGHT, LINDSEY & JENNINGS LLP
200 West Capitol Avenue, Suite 2300
Little Rock, AR 72201-3699
T: 501.371.0808
F: 501.376.9442

Attorneys for Entergy Arkansas, Inc.

Dated: December 18, 2006

CERTIFICATE OF SERVICE

I, David D. Rines, do hereby certify that on this 14th day of December, 2006, a single copy (unless otherwise noted) of the foregoing "Deposition Notice of Jeff Buford" was delivered to the following by the method indicated:

Marlene H. Dortch (hand delivery) (**ORIGINAL PLUS 3 COPIES**)
Secretary
Federal Communications Commission
445 12th Street, S.W., Room TW-A325
Washington, D.C. 20554

Hon. Arthur I. Steinberg (hand delivery, facsimile, e-mail)
Office of Administrative Law Judge
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

John Davidson Thomas (hand delivery, e-mail)
Paul Werner, III
Sharese M. Pryor
Hogan & Hartson LLP
Columbia Square
555 13th Street, N.W.
Washington, D.C. 20004

Kris A. Monteith, Bureau Chief (hand delivery, e-mail)
Federal Communications Commission
Enforcement Bureau
Market Dispute Resolutions Division
445 12th Street, S.W.
Washington, DC 20554

Alex Starr (hand delivery, e-mail)
Lisa Saks
Michael Engel
Federal Communications Commission
Enforcement Bureau
Market Dispute Resolutions Division
445 12th Street, S.W.
Washington, DC 20554

Best Copy and Printing, Inc. (U.S. Mail)
Federal Communications Commission
Room CY-B402
445 12th Street, S.W.
Washington, D.C. 20554

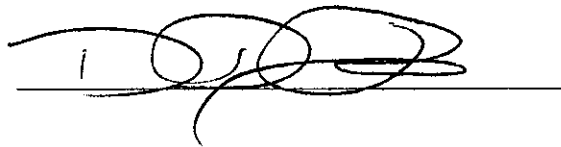
A handwritten signature in black ink, consisting of several loops and a long horizontal stroke, positioned above a solid horizontal line.

EXHIBIT 2

BEFORE THE
FEDERAL COMMUNICATIONS COMMISSION
WASHINGTON, D.C. 20554

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In the Matter of)	
)	
ARKANSAS CABLE TELECOMMUNICATIONS)	
ASSOCIATION; COMCAST OF ARKANSAS,)	EB Docket No. 06-53
INC.; BUFORD COMMUNICATIONS I, L.P. d/b/a)	
ALLIANCE COMMUNICATIONS NETWORK;)	EB-05-MD-004
WEHCO VIDEO, INC.; COXCOM, INC.; and)	
CEBRIDGE ACQUISITION, L.P., d/b/a)	
SUDDENLINK COMMUNICATIONS,)	
)	
<i>Complainants,</i>)	
)	
v.)	
)	
ENTERGY ARKANSAS, INC.,)	
)	
<i>Respondent.</i>)	
<hr/>)	

To: Office of the Secretary

Attn: The Honorable Arthur I. Steinberg
Office of the Administrative Law Judge

DECLARATION OF GEOFFREY BUFORD

I, Geoffrey Buford, do hereby state:

1. I am a Limited Partner for Buford Communications I, L.P. d/b/a/ Alliance Communications Network ("Alliance") based in Tyler, Texas.
2. On December 18, 2006, Entergy served upon my counsel a deposition notice directed to me, which was related to this proceeding.
3. I have no specific knowledge about the issues in dispute. This is a dispute involving Alliance's Arkansas based operations. With the exception of being